

RESOLUTION NO. LFC-8

A RESOLUTION ELECTING OFFICERS OF
THE LODI FINANCING CORPORATION

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WHEREAS, under the organizational procedures of the Lodi Financing Corporation, an annual meeting of Directors shall be held and officers elected.

NOW, THEREFORE, BE IT RESOLVED by the Directors of the Lodi Financing Corporation that the following persons are elected to the offices set forth opposite their names below as officers of the Corporation, to serve until the election and qualification of their successors as provided in Article III, Section 303, of the bylaws of the Corporation:

<u>Name</u>	<u>Title</u>
Phillip A. Pennino	President
Susan Hitchcock	Vice President
Vicky McAthie	Treasurer
Susan J. Blackston	Secretary

Dated: December 19, 2001

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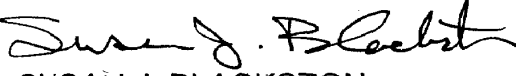
I hereby certify that Resolution No. LFC-8 was passed and adopted by the Board of Directors of the Lodi Financing Corporation in a regular meeting held December 19, 2001, by the following vote:

AYES: DIRECTORS – Hitchcock, Howard, Land, Nakanishi,
and President Pennino

NOES: DIRECTORS – None

ABSENT: DIRECTORS – None

ABSTAIN: DIRECTORS – None


SUSAN J. BLACKSTON
Secretary